

13 October 2015

Ms Stephanie So
Senior Advisor, Listings Compliance (Sydney)
ASX Compliance Pty Limited
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By email: stephanie.so@asx.com.au

Dear Stephanie

Ramsay Health Care Limited (ASX: RHC)
Appendix 3Y – Change of Director’s Interest Notice

I refer to your letter dated 9 October 2015 in relation to the Appendix 3Y lodged by RHC on 8 October 2015 for Mr Bruce Soden. RHC responds to ASX’s queries as follows.

1. Please explain why the Director’s Notice was lodged late.

The Appendix 3Y for Mr Soden was lodged three days late as a result of an inadvertent administrative oversight. The Appendix 3Y was lodged within one hour of RHC being made aware of the oversight.

2. What arrangements does the Entity have in place under LR 3.19B with its directors to ensure that it is able to meet its disclosure obligations under LR 3.19A?

RHC’s Securities Trading Policy, which was recently updated and released to ASX on 29 April 2015, provides that all Directors should ensure that all transactions in RHC securities comply with the ASX Listing Rules, particularly the continuous disclosure requirements in Listing Rule 3.1 and the disclosure of director’s interests in accordance with Listing Rule 3.19A.

Further, in April 2015, RHC updated its letters of appointment with each of existing director. In these letters of appointment, directors were reminded of RHC’s obligations in relation to disclosing changes to the director’s interests in accordance with Listing Rule 3.19A and were told to provide details of any change no later than 3 business days after the date of the change.

3. If the current arrangements are inadequate or not being enforced, what additional steps does the Entity intend to take to ensure compliance with LR 3.19B?

RHC considers its current arrangements are adequate and that the late lodgement of the Appendix 3Y for Mr Soden is an isolated incident. I have nevertheless informed directors of ASX’s query and will remind them of RHC’s obligations under the Listing Rules in respect of notifying the market of any change to their interests in RHC securities and specifically to notify any changes within 3 business days.

Yours sincerely



John O’Grady
General Counsel & Company Secretary



9 October 2015

Mr John O'Grady
Group General Counsel & Company Secretary
Ramsay Health Care Limited
Level 18
126 Phillip Street
Sydney NSW 2000

By email: OGradyJohn@RamsayHealth.com.au

Dear Mr O'Grady,

Ramsay Health Care Limited (the "Entity"): Appendix 3Y – Change of Director's Interest Notice

We refer to the following;

1. The Appendix 3Y lodged by the Entity with ASX on Thursday, 8 October 2015 for Mr Bruce Soden (the "Director's Notice");
2. Listing rule 3.19A which requires an entity to tell ASX the following:

3.19A.1 The notifiable interests of a director of the entity (or in the case of a trust, a director of the responsible entity of the trust) at the following times.

- On the date that the entity is admitted to the official list.
- On the date that a director is appointed.

The entity must complete Appendix 3X and give it to ASX no more than 5 business days after the entity's admission or a director's appointment.

3.19A.2 A change to a notifiable interest of a director of the entity (or in the case of a trust, a director of the responsible entity of the trust) including whether the change occurred during a closed period where prior written clearance was required and, if so, whether prior written clearance was provided. The entity must complete Appendix 3Y and give it to ASX no more than 5 business days after the change occurs



3.19A.3 The notifiable interests of a director of the entity (or in the case of a trust, a director of the responsible entity of the trust) at the date that the director ceases to be a director. The entity must complete Appendix 3Z and give it to ASX no more than 5 business days after the director ceases to be a director.

3. Listing rule 3.19B which states as follows.

An entity must make such arrangements as are necessary with a director of the entity (or in the case of a trust, a director of the responsible entity of the trust) to ensure that the director discloses to the entity all the information required by the entity to give ASX completed Appendices 3X, 3Y and 3Z within the time period allowed by listing rule 3.19.A. The entity must enforce the arrangements with the director.

4. The Companies Update dated 27 June 2008, reminding listed entities of their obligation to notify ASX within 5 business days of the notifiable interests in securities held by each director and outlining the action that ASX would take in relation to breaches of listings rules 3.19A and 3.19B.

The Appendix 3Y indicate that a change in the Director's notifiable interest occurred on 25 September 2015. It appears that the Director's Notice should have been lodged with ASX by 2 October 2015. Consequently, the Entity may be in breach of listing rules 3.19A and/or 3.19B.

Please note that ASX is required to record details of breaches of the listing rules by listed entities for its reporting requirements.

ASX reminds the Entity of its contract with ASX to comply with the listing rules. In the circumstances ASX considers that it is appropriate that the Entity make necessary arrangements to ensure there is not a reoccurrence of a breach of the listing rules.

Having regard to listing rules 3.19A and 3.19B and Guidance Note 22: *Director Disclosure of Interests and Transactions in Securities - Obligations of Listed Entities*, under listing rule 18.7 we ask that you answer each of the following questions.

1. Please explain why the Director's Notice was lodged late.
2. What arrangements does the Entity have in place under listing rule 3.19B with its directors to ensure that it is able to meet its disclosure obligations under listing rule 3.19A?
3. If the current arrangements are inadequate or not being enforced, what additional steps does the Entity intend to take to ensure compliance with listing rule 3.19B?

Your response should be sent to me by e-mail. It should not be sent to the ASX Market Announcements Office.



A response is requested as soon as possible and, in any event, not later than half an hour before the start of trading (ie before 9.30 a.m. A.E.D.T.) on Wednesday, 14 October 2015.

Under listing rule 18.7A, a copy of this letter and your response will be released to the market, so your response should be in a form suitable for release and must separately address each of the questions asked.

If you have any queries or concerns about any of the above, please contact me immediately.

Yours sincerely

[Sent electronically without signature]

Stephanie So
Senior Adviser, Listings Compliance (Sydney)